

APPENDIX 56

WYCKOFF HEIGHTS MEDICAL CENTER

BOARD OF TRUSTEES MEETING

MINUTES

JANUARY 10, 2008

PRESENT:

Emil Rucigay, Esq.
Vincent Arcuri
A.C. Rao, M.D.
John H. Cook, Jr., Esq.
Adam Figueroa
Dominick J. Gio
Fred T. Haller, III Esq.
Frederick T. Haller, Esq.
Harold McDonald
Edmondo Modica, M.D.
Wah-chung Hsu
John D. Rucigay, Esq.
Adam Figueroa

ABSENT/EXCUSED:

Emilio Carrillo, M.D.
Congressman Edolphus Towns
Larry Berger
Gladys Rodriguez
Herman Hochberg
Andrew Boisselle
Victoria Cook, Esq.
Vito J. D'Alessandro, M.D.

ADMINISTRATIVE STAFF:

Tom Singleton – Chief Restructuring Officer
Paul Goldberg – CFO – B.Q.H.C.
William Thelmo, M.D. – Medical Board President
Nirmal Mattoo, M.D. – Sr. V.P. Medical Affairs-Medical Director
Karen Carey – V.P. Regulatory Services
William F. Green – V.P. – Government Relations

INVITED GUESTS:

Claire Mullally, Esq.
Edward Dowling, Jr.
John Riggs, M.D.
Raymond Watson
Alvin Eden, M.D.
Ruth Krauthamer, R.N.



Mr. Rucigay called the meeting to order at 4 p.m.

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Mr. Rucigay called the meeting to order at 4 p.m.

Mr. Rucigay began by advising the Board of Trustees that over the past ten years as Chairman of the Board, he has been confronted with a number of difficult problems, decisions and painful situations, however, last week one of the most painful things to occur to him, as a Trustee, was the loss of Mr. Frederick Haller. He stated that Mr. Haller was more than a Trustee to him. He was a sounding board, an advisor, and a dear friend for over fifty years. Mr. Rucigay commented that he looked to Mr. Haller for sage advice on more than one occasion, since Mr. Haller served as Chairman of the Board of Trustees for approximately fifteen years, succeeding Mr. John Cook. Mr. Haller's leadership of the Wyckoff Board of Trustees took place during the hardship years at Wyckoff when Wyckoff experienced many ups and downs. Several hospitals were acquired during his tenure, i.e., Little Neck Hospital, Mid-Island Hospital, Jackson Heights Hospital. Mr. Rucigay mentioned that Mr. Haller played a major role in the development of an affiliation with the New York - Presbyterian Healthcare System. During the early years of his tenure he was most instrumental in the major modernization construction of the hospital.

Mr. Rucigay stated that Mr. Haller continued with the attitude and policy of so many of our predecessors who have always felt that in this industry, you can never sit still. Mr. Haller always supported efforts to maintain currency with industry advances and changes. Mr. Rucigay stated that he had always relied on Mr. Haller. He continued by saying that if ever there was a "nice guy" it was Mr. Haller and he will be sorely missed by everyone at the Hospital, but no one more than Mr. Rucigay.

APPROVAL OF THE MINUTES OF THE MEETING OF DECEMBER 20, 2007:

Due to the recent holidays the minutes were not mailed out. They are a part of today's packages. Mr. Rucigay asked the Board Members to review the minutes of the December meeting at their convenience. They will be presented for approval at next month's meeting.

ENVIRONMENT OF CARE ANNUAL REPORT 2007:

Mr. Raymond Watson presented the E.O.C. Annual report for 2007 to include statistics. Highlights of the report are as follows:

Mr. Watson advised the Board Members of the areas of focus during 2007.

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Pneumatic Tube System Errors – A performance improvement on pneumatic tube system user errors is being tracked. Mr. Watson advised the Board Members that incident reports are being tracked and reported to the Safety Officer and Risk Management and forwarded to the EOC and Quality Management Committee. Incidents were reduced to four compared to nineteen in 2006. At the present time, we are approaching nine hundred transactions a day. In-services continue to be conducted, and equipment changes have been made to ensure safety and optimum usage of the pneumatic tube system.

Security Management – During 2007 the Security Department continued to address security issues related to patients, staff and visitors of all ages (newborns, children, adolescents, adults and geriatrics).

Hazardous Materials and Waste – Wyckoff Heights Medical Center continues to provide a safe, secure and therapeutic environment for all patients, staff and visitors relating to hazardous materials and waste management.

Emergency Management – The Emergency Management committee continues to focus on preparing for all potential types of terrorism attacks. Seminars and community drills in accordance with the New York City Department of Health and the GNYHA are ongoing.

Fire Prevention – Mr. Watson reported that all required fire drills and inspections were completed for 2007.

Fire and Safety Manual - Mr. Watson presented and discussed revisions to the Fire and Safety Manual. Following a short question and answer period the manual was presented for approval.

ACTION/RECOMMENDATION: ON A MOTION PROPERLY MADE BY MR. COOK, SECONDED BY MR. FIGUEROA, ALL IN FAVOR, THE FIRE AND SAFETY MANUAL WAS APPROVED BY THE BOARD OF TRUSTEES.

JCAHO UPDATE:

Ms. Karen Carey advised the Board of Trustees that we are in the process of completing the review of all of the JCAHO standards (PPR). Mr. Gio explained to the Board Members that we have the opportunity to advise the JCAHO, before they come to the Hospital, of any potential problems. If these problems have been addressed prior to the survey, it mitigates potential Joint Commission punitive actions. Ms. Carey stated that once we submit a PPR we must submit a corrective action plan and work on it. If noted

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by the JCAHO surveyors it will be counted as a recommendation for improvement and will not be held against the Hospital.

Ms. Karen Carey reported that we are in last stages of preparation for the expected upcoming Joint Commission survey. Environment of care rounds and tracers are being conducted throughout the hospital. All issues identified are being corrected.

Ms. Carey has been meeting with the Clinical Departments and has attended every recent Medical Staff forum, updating the physicians and residents on numerous Joint Commission standards and Wyckoff's policies and procedures. All Hospital wide and Department specific P.I. projects are being reviewed for proper documentation. Mr. Gio stated that a meeting will be held tomorrow morning with Wyckoff's Chairmen and Senior staff related to the Joint Commission Leadership Standards.

NYPORTS UPDATE:

Ms. Ruth Krauthamer, Patient Safety Officer, provided the Board of Trustees with an overview of NYPORTS (New York Patient Occurrence Reporting and Tracking System). Under the public health law, we are required to identify and report these cases to the Department of Health. A copy of the Wyckoff 2007 NYPORTS Summary was distributed. The Summary included a breakdown of the codes and description of Wyckoff's reportable events. All corrective action plans were submitted to the State Department of Health.

Ms. Krauthamer proceeded to discuss the codes and reviewed the summary browser of the cases that were reported.

Mr. Gio discussed Claims Management and inquired as to whether that function is being handled by ARCA. Ms. Mullally stated that this has not yet been done. Mr. Singleton stated that a meeting will be held to discuss how this will be handled. He asked Mr. Gio for any suggestions he may have.

REPORT OF THE CHIEF RESTRUCTURING OFFICER:

Mr. Singleton reported that as of January 1, 2008 Senior Management employees from Wyckoff Heights Medical Center were transferred to the Caritas payroll. He stated it should be understood that there is a commitment on the part of Wyckoff to these employees and that they will be hired back by Wyckoff in the event anything should happen to Caritas. Mr. Singleton stated that this particular move was made in order to stem the growth in money owed by Caritas to Wyckoff. He went on to say that there

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would be an employer change for the employees working at the Central Business Office if anything did happen to Caritas.

Mr. Singleton advised the Board Members that he will be attending a meeting next Tuesday in Albany where he will present a very detailed plan for Caritas through June of 2008. The plan includes a request for \$50 million dollars in funding. He went on to say that he would like to get a commitment from the State regarding the funding request. He will notify the Board of Trustees of the outcome of that meeting.

TREASURER'S REPORT:

Mr. Hsu reviewed the Financial Statements for Wyckoff Heights Medical Center. As of November 30, 2007, the Balance Sheet shows operating cash continues to be tight and vendor payables improved from December 2006. Net Accounts Receivable was affected by the reclassification of Medicare PIP liability from Patient Accounts Receivable to Other Current Liabilities on the balance sheet. Due From Caritas is a receivable of \$14.4 million, up \$0.1 million from last month.

The Statement of Operations for Year-to-Date November 2007 shows a loss from operations of (\$6,658,282) versus a budgeted gain of \$161,666. Patient Service Revenue shows a favorable variance due to stronger than budgeted patient acuity despite the inpatient volume budget shortfall of 1,049 discharges. Bad debt expense is being calculated monthly based on monthly valuation of accounts receivable.

Mr. Hsu next reviewed Wyckoff's Fund Balance, describing it as Wyckoff's net worth with a value of negative \$53.8 million as of November 2007. Acquisition of Property, Building and Equipment on the Statement of Cash Flow Financial Ratios was highlighted and compared to the 2008 Board approved capital budget. Days in Accounts Payable on the Financial Ratio Analysis was discussed and Volume Statistics were also reviewed.

**ACTION/RECOMMENDATION: ON A MOTION PROPERLY MADE BY
MR. COOK, SECONDED BY MR. HALLER, ALL IN FAVOR, THE
FINANCIAL REPORT WAS APPROVED BY THE BOARD OF TRUSTEES.**

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NEW BUSINESS:

In open discussion, Mr. Rucigay mentioned that he had received information related to the interest of three individuals in joining the Wyckoff Board of Trustees. Mr. Rucigay suggested we invite these individuals to the next Board meeting for us to get acquainted with them and for them to experience a meeting of the Board. He stated that we could then meet individually with each candidate to evaluate the appropriateness of their appointment to the Board. Mr. Arcuri suggested that their resumes first be submitted to the current Board Members for review. Mr. Rucigay agreed with this suggestion.

ADJOURNMENT:

ON A MOTION PROPERLY MADE BY MR. ARCURI, SECONDED BY MR. COOK, ALL IN FAVOR, THE MEETING WAS ADJOURNED AT 5:30 P.M. THE ADJOURNMENT IS MADE OUT OF MEMORY AND RESPECT TO MR. FREDERICK T. HALLER.

RESPECTFULLY SUBMITTED:

Patricia Millsbaugh
PATRICIA MILLSBAUGH

EXECUTIVE SECRETARY

APPROVED BY:

Emil Recigay
EMIL RECIGAY, ESO.
CHAIRMAN
BOARD OF TRUSTEES

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